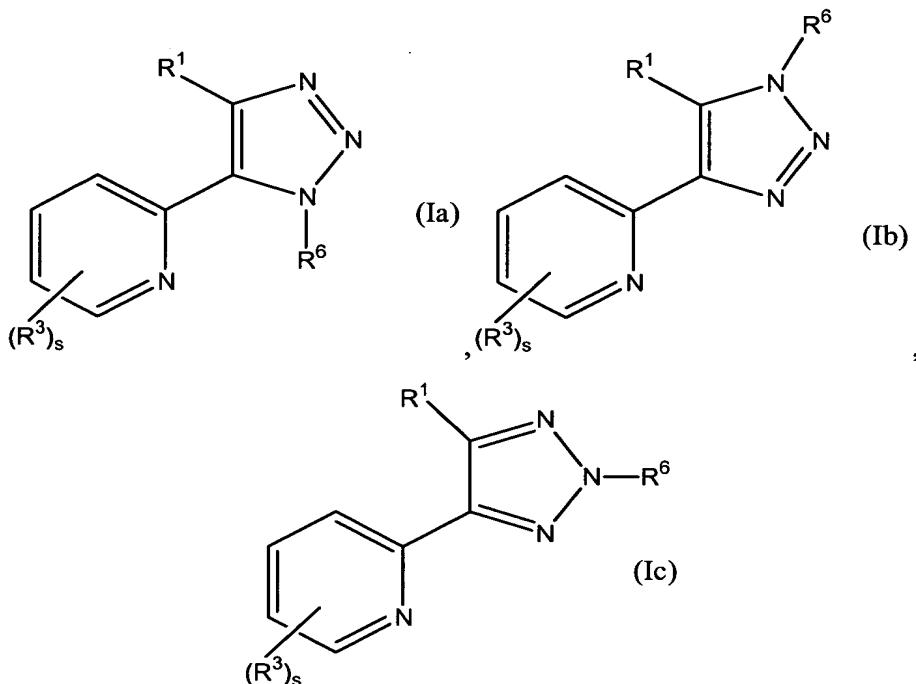


The claimed invention is:

1. A compound of formula (Ia), (Ib), or (Ic):



5 or a pharmaceutically acceptable salt, prodrug, tautomer, hydrate or solvate thereof, wherein:

R¹ is a saturated, unsaturated, or aromatic C₃-C₂₀ mono-, bi- or polycyclic ring optionally containing at least one heteroatom selected from the group consisting of N, O and S, wherein R¹ can optionally be further independently substituted with at least one moiety independently selected from the group consisting of: carbonyl, halo, halo(C₁-C₆)alkyl, perhalo(C₁-C₆)alkyl, perhalo(C₁-C₆)alkoxy, (C₁-C₆)alkyl, (C₂-C₆)alkenyl, (C₂-C₆)alkynyl, hydroxy, oxo, mercapto, (C₁-C₆)alkylthio, (C₁-C₆)alkoxy, (C₅-C₁₀)aryl or (C₅-C₁₀)heteroaryl, (C₅-C₁₀)aryloxy or (C₅-C₁₀)heteroaryloxy, (C₅-C₁₀)ar(C₁-C₆)alkyl or (C₅-C₁₀)heteroar(C₁-C₆)alkyl, (C₅-C₁₀)ar(C₁-C₆)alkoxy or (C₅-C₁₀)heteroar(C₁-C₆)alkoxy, HO-(C=O)-, ester, amido, ether, amino, amino(C₁-C₆)alkyl, (C₁-C₆)alkylamino(C₁-C₆)alkyl, di(C₁-C₆)alkylamino(C₁-C₆)alkyl, (C₅-C₁₀)heterocyclyl(C₁-C₆)alkyl, (C₁-C₆)alkyl- and di(C₁-C₆)alkylamino, cyano, nitro, carbamoyl, (C₁-C₆)alkylcarbonyl,

(C₁-C₆)alkoxycarbonyl, (C₁-C₆)alkylaminocarbonyl, di(C₁-C₆)alkylaminocarbonyl, (C₅-C₁₀)arylcarbonyl, (C₅-C₁₀)aryloxycarbonyl, (C₁-C₆)alkylsulfonyl, and (C₅-C₁₀)arylsulfonyl;

each R³ is independently selected from the group consisting of: hydrogen,

5 halo, halo(C₁-C₆)alkyl, (C₁-C₆)alkyl, (C₂-C₆)alkenyl, (C₂-C₆)alkynyl, perhalo(C₁-C₆)alkyl, phenyl, (C₅-C₁₀)heteroaryl, (C₅-C₁₀)heterocyclic, (C₃-C₁₀)cycloalkyl, hydroxy, (C₁-C₆)alkoxy, perhalo(C₁-C₆)alkoxy, phenoxy, (C₅-C₁₀)heteroaryl-O-, (C₅-C₁₀)heterocyclic-O-, (C₃-C₁₀)cycloalkyl-O-, (C₁-C₆)alkyl-S-, (C₁-C₆)alkyl-SO₂-, (C₁-C₆)alkyl-NH-SO₂-, O₂N-, NC-, amino, 10 Ph(CH₂)₁₋₆HN-, (C₁-C₆)alkyl HN-, (C₁-C₆)alkylamino, [(C₁-C₆)alkyl]₂-amino, (C₁-C₆)alkyl-SO₂-NH-, amino(C=O)-, aminoO₂S-, (C₁-C₆)alkyl-(C=O)-NH-, (C₁-C₆)alkyl-(C=O)-[((C₁-C₆)alkyl)-N]-, phenyl-(C=O)-NH-, phenyl-(C=O)-[(C₁-C₆)alkyl)-N]-, (C₁-C₆)alkyl-(C=O)-, phenyl-(C=O)-, (C₅-C₁₀)heteroaryl-(C=O)-, (C₅-C₁₀)heterocyclic-(C=O)-, (C₃-C₁₀)cycloalkyl-(C=O)-, 15 HO-(C=O)-, (C₁-C₆)alkyl-O-(C=O)-, H₂N(C=O)-, (C₁-C₆)alkyl-NH-(C=O)-, [(C₁-C₆)alkyl]₂-N-(C=O)-, phenyl-NH-(C=O)-, phenyl-[((C₁-C₆)alkyl)-N]-(C=O)-, (C₅-C₁₀)heteroaryl-NH-(C=O)-, (C₅-C₁₀)heterocyclic-NH-(C=O)-, (C₃-C₁₀)cycloalkyl-NH-(C=O)- and (C₁-C₆)alkyl-(C=O)-O-;

20 where alkyl, alkenyl, alkynyl, phenyl, heteroaryl, heterocyclic, cycloalkyl, alkoxy, phenoxy, amino of R³ is optionally substituted by at least one substituent independently selected from (C₁-C₆)alkyl, (C₁-C₆)alkoxy, halo(C₁-C₆)alkyl, halo, H₂N-, Ph(CH₂)₁₋₆HN-, and (C₁-C₆)alkylHN-;

25 s is an integer from one to five;

and

R⁶ is selected from the group consisting of hydrogen, (C₁-C₆)alkyl, (C₂-C₆)alkenyl, (C₂-C₆)alkynyl, phenyl, (C₅-C₁₀)heteroaryl, (C₅-C₁₀)heterocyclic, (C₃-C₁₀)cycloalkyl, (C₁-C₆)alkyl-(SO₂)-, phenyl-(SO₂)-, H₂N-(SO₂)-,

(C₁-C₆)alkyl-NH-(SO₂)-, ((C₁-C₆)alkyl)₂N-(SO₂)-, phenyl-NH-(SO₂)-,
(phenyl)₂N-(SO₂)-, (C₁-C₆)alkyl-(C=O)-, phenyl-(C=O)-, (C₅-C₁₀)heteroaryl-(C=O)-,
(C₅-C₁₀)heterocyclic-(C=O)-, (C₃-C₁₀)cycloalkyl-(C=O)-, (C₁-C₆)alkyl-O-(C=O)-,
(C₅-C₁₀)heterocyclic-O-(C=O)-, (C₃-C₁₀)cycloalkyl-O-(C=O)-, H₂N-(C=O)-,

5 (C₁-C₆)alkyl-NH-(C=O)-, phenyl-NH-(C=O)-, (C₅-C₁₀)heteroaryl-NH-(C=O)-,
(C₅-C₁₀)heterocyclic-NH-(C=O)-, (C₃-C₁₀)cycloalkyl-NH-(C=O)-,
((C₁-C₆)alkyl)₂N-(C=O)-, (phenyl)₂N-(C=O)-, phenyl-[((C₁-C₆)alkyl)-N]-(C=O)-,
(C₅-C₁₀)heteroaryl-[((C₁-C₆)alkyl)-N]-(C=O)-,
(C₅-C₁₀)heterocyclic-[((C₁-C₆)alkyl)-N]-(C=O)-, and

10 (C₃-C₁₀)cycloalkyl-[((C₁-C₆)alkyl)-N]-(C=O)-;

where alkyl, alkenyl, alkynyl, phenyl, benzyl, heteroaryl, heterocyclic,
cycloalkyl, alkoxy, phenoxy, amino of R⁶ is optionally substituted with at least one
moiety independently selected from the group consisting of halo, (C₁-C₆)alkyl,
(C₂-C₆)alkenyl, (C₂-C₆)alkynyl, perhalo(C₁-C₆)alkyl, (C₃-C₁₀)cycloalkyl, phenyl,
15 benzyl, (C₅-C₁₀)heterocyclic, (C₅-C₁₀)heteroaryl, (C₁-C₆)alkyl-SO₂-, formyl, NC-,
(C₁-C₆)alkyl-(C=O)-, (C₃-C₁₀)cycloalkyl-(C=O)-, phenyl-(C=O)-,
(C₅-C₁₀)heterocyclic-(C=O)-, (C₅-C₁₀)heteroaryl-(C=O)-, HO-(C=O)-,
(C₁-C₆)alkyl-O-(C=O)-, (C₃-C₁₀)cycloalkyl-O-(C=O)-,
(C₅-C₁₀)heterocyclic-O-(C=O)-, (C₁-C₆)alkyl-NH-(C=O)-,

20 (C₃-C₁₀)cycloalkyl-NH-(C=O)-, phenyl-NH-(C=O)-,
(C₅-C₁₀)heterocyclic-NH-(C=O)-, (C₅-C₁₀)heteroaryl-NH-(C=O)-,
((C₁-C₆)alkyl)₂-N-(C=O)-, phenyl-[((C₁-C₆)alkyl)-N]-(C=O)-, hydroxy,
(C₁-C₆)alkoxy, perhalo(C₁-C₆)alkoxy, (C₃-C₁₀)cycloalkyl-O-, phenoxy,
(C₅-C₁₀)heterocyclic-O-, (C₅-C₁₀)heteroaryl-O-, (C₁-C₆)alkyl-(C=O)-O-,
25 (C₃-C₁₀)cycloalkyl-(C=O)-O-, phenyl-(C=O)-O-, (C₅-C₁₀)heterocyclic-(C=O)-O-,
(C₅-C₁₀)heteroaryl-(C=O)-O-, O₂N-, amino, (C₁-C₆)alkylamino,
((C₁-C₆)alkyl)₂-amino, formamidyl, (C₁-C₆)alkyl-(C=O)-NH-,
(C₃-C₁₀)cycloalkyl-(C=O)-NH-, phenyl-(C=O)-NH-,
(C₅-C₁₀)heterocyclic-(C=O)-NH-, (C₅-C₁₀)heteroaryl-(C=O)-NH-,
30 (C₁-C₆)alkyl-(C=O)-[((C₁-C₆)alkyl)-N]-, phenyl-(C=O)-[(C₁-C₆)alkyl-N]-,
(C₁-C₆)alkyl-SO₂NH-, (C₃-C₁₀)cycloalkyl-SO₂NH-, phenyl-SO₂NH-,

(C₅-C₁₀)heterocyclic-SO₂NH- and (C₅-C₁₀)heteroaryl-SO₂NH-;

wherein the phenyl or heteroaryl moiety of a R⁶ substituent is optionally further substituted with at least one radical independently selected from the group consisting of halo, (C₁-C₆)alkyl, (C₁-C₆)alkoxy, perfluoro(C₁-C₆)alkyl and

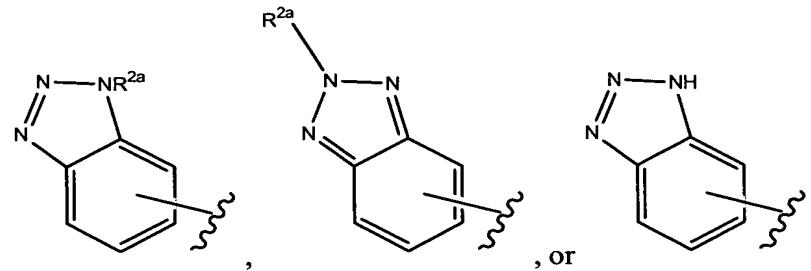
5 perfluoro(C₁-C₆)alkoxy,

with the proviso that R¹ is not a naphthyl or phenyl; and

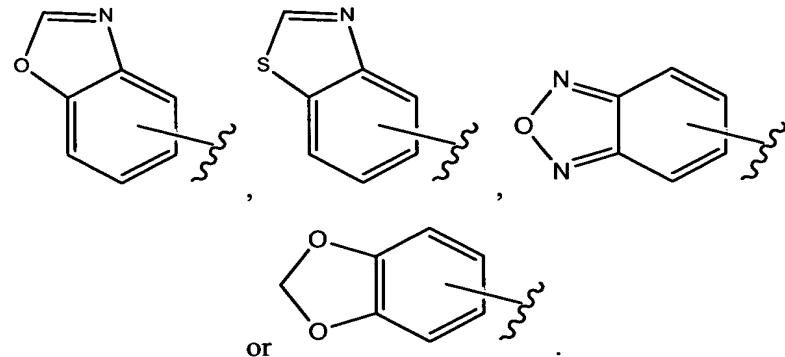
with the proviso that when R¹ is a phenyl fused with an aromatic or non-aromatic cyclic ring of 5-7 members containing up to three N atoms, said N is other than -NH or -NC₁₋₆alkyl or if said N is -NH or -NC₁₋₆alkyl, then R¹ must be further substituted; and

10 with the proviso that when R¹ is a phenyl fused with an aromatic or non-aromatic cyclic ring of 5-7 members containing 1-3 heteroatoms independently selected from O and S, then R¹ must be further substituted.

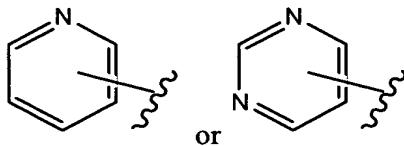
15 2. A compound of claim 1, wherein R¹ is



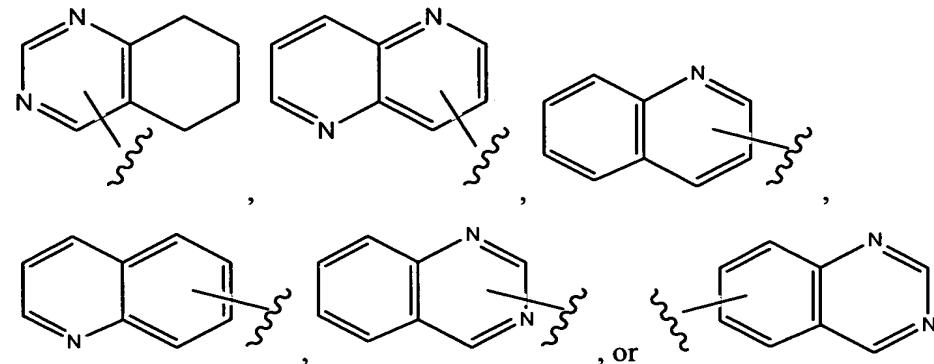
3. A compound of claim 1, wherein R¹ is



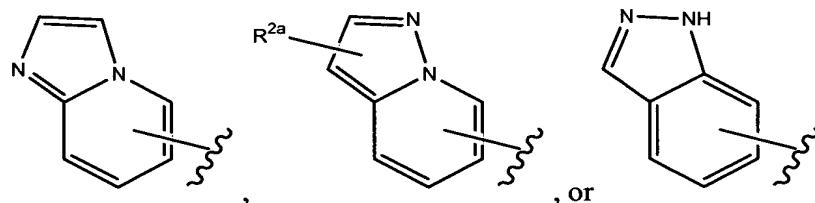
4. A compound of claim 1, wherein R^1 is



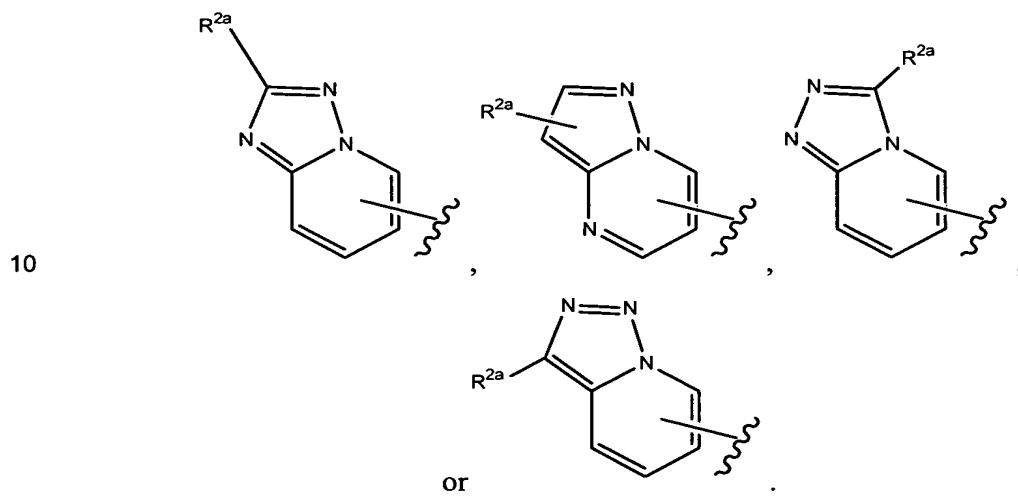
5. A compound of claim 1, wherein R^1 is



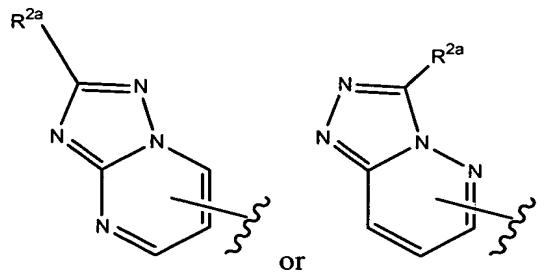
6. A compound of claim 1, wherein R^1 is



7. A compound of claim 1, wherein R^1 is



8. A compound of claim 1, wherein R¹ is



5 9. A compound of claim 1, wherein s is one to two; R³ is hydrogen or (C₁-C₆)alkyl; and R⁶ is H, (C₁-C₆)alkyl, or (C₃-C₁₀)cycloalkyl.

10. A pharmaceutical composition comprising a compound of claim 1 and a pharmaceutically acceptable carrier.

10 11. A method of preventing or treating a TGF-related disease state in an animal or human comprising the step of administering a therapeutically effective amount of a compound of claim 1 to the animal or human suffering from the TGF-related disease state.

15 12. A method of claim 11, wherein said TGF-related disease state is selected from the group consisting of cancer, glomerulonephritis, diabetic nephropathy, hepatic fibrosis, pulmonary fibrosis, intimal hyperplasia and restenosis, scleroderma, and dermal scarring.